

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re,

LEXINGTON PRECISION CORP., et al.,

Debtors.

Chapter 11 Case No.

08-11153 (MG)

(Jointly Administered)

**AFFIDAVIT AND DISCLOSURE STATEMENT  
OF ROBERT N. H. CHRISTMAS  
ON BEHALF OF NIXON PEABODY LLP**

STATE OF NEW YORK     )  
                                      : ss.:  
COUNTY OF NEW YORK    )

ROBERT N. H. CHRISTMAS, being duly sworn, deposes and says:

1. I am admitted to practice before this Court, and am a Partner of Nixon Peabody LLP, a law firm with offices in multiple locations across in the United States and also in London, England (the "Firm"). My office address is 437 Madison Avenue, New York, New York 10022.

2. Pre-petition, the Firm has been a general outside law firm for Lexington Precision Corporation and Lexington Rubber Group, Inc., now debtors and debtors in possession (collectively, the "Debtors"). Given the Firm's extensive prior knowledge of the Debtors' businesses and legal matters, the Debtors have requested that the Firm continue in that role and provide general corporate legal services to the Debtors, including without limitation corporate, litigation, real estate, environmental, and patent (and other intellectual property-related) legal services, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases,

proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases.

The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, their attorneys, or accountants, that would be adverse to the Debtors or their estates.

4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

6. In the interests of complete disclosure, I also state that Kenneth I. Greenstein, Esq., who is a Director of Debtor Lexington Precision Corporation, is the principal of a professional corporation that is a retired partner of Nixon Hargrave Devans & Doyle LLP, a legacy firm preceding the Firm.

7. The Debtors do not owe the Firm for prepetition services.

8. Pre-petition, the Firm received a retainer of \$125,000 (the "Retainer"). Of that amount, \$3,982.00 was applied to pre-petition invoices.

9. The Firm holds additional sums as a credit on account for the Debtors, explained as follows. Pursuant to the governing provisions of the Firm's partnership agreement and retirement plan, Mr. Greenstein is required to tender to the Firm the fees that he receives as a Director, and for other similar directorships and positions. The Firm has agreed to apply such director fees to invoices issued by the Firm for services to the Debtors. Together with the

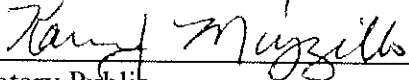
remaining amount of the Retainer, the Debtors have a total credit balance of \$159,418. This amount will be applied to the Firm's invoices for services provided pursuant to this retention prior to seeking reimbursement from the Debtors' estates.

10. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.<sup>1</sup>



ROBERT N. H. CHRISTMAS

Subscribed and sworn to before me  
this 22<sup>nd</sup> day of May, 2008

  
Notary Public

KAREN J. MUZZILLO  
Notary Public, State of New York  
No. 03-4758972  
Qualified in Bronx County  
Certificate Filed in New York County  
Commission Expires August 31, 2010

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<sup>1</sup> If necessary.

**(Retention Questionnaire)**

In re Lexington Precision Corp., et al.  
Chapter 11 Case No. **08-11153 (MG)**

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEXINGTON PRECISION CORPORATION OR LEXINGTON RUBBER GROUP, INC. (collectively, the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.  
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153  
Attn: Marcia L. Goldstein, Esq.  
Christopher J. Marcus, Esq.

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate.  
If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Nixon Peabody LLP

437 Madison Avenue

New York, NY 10022

Tel.: (212) 940-3103

2. Date of retention: 1980

3. Type of services provided (accounting, legal, etc.):

legal

4. Brief description of services to be provided:

general corporate legal services to the Debtors, including without  
limitation corporate, litigation, real estate, environmental, and patent (and  
other intellectual property-related) legal services

5. Arrangements for compensation (hourly, contingent, etc.)

hourly

- (a) Average hourly rate (if applicable):

Partner hourly rates range from \$555 to \$845; Associate hourly  
rates range from \$295 to \$565; Paralegal hourly rates range from  
\$155 to \$270. These rates are subject to adjustment at such time as  
NP modifies rates for its other clients.

- (b) Estimated average monthly compensation based on prepetition  
retention (if firm was employed prepetition):

\$23,000

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$ none (satisfied by pre-petition retainer)

Date claim arose: \_\_\_\_\_

Source of Claim: \_\_\_\_\_

7. Prepetition claims against the Debtors held individually by any member,  
associate, or professional employee of the firm:

Name: none

Status: \_\_\_\_\_

Amount of Claim: \$ \_\_\_\_\_

Date claim arose: \_\_\_\_\_

Source of claim: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

8. Stock of the Debtors currently held by the firm:

Kind of shares: none

No. of shares: \_\_\_\_\_

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: none

Status: \_\_\_\_\_

Kind of shares: \_\_\_\_\_

No. of shares: \_\_\_\_\_

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

None.

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

11. Name of individual completing this form:

Robert N. H. Christmas, Partner